

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

In re:  OUR ALCHEMY, LLC, <i>et al.</i> ,  Debtors. <sup>1</sup>	Chapter 7  Case No. 16-11596-JTD (Jointly Administered)
GEORGE L. MILLER, in his capacity as Chapter 7 Trustee for the jointly administered bankruptcy estates of Our Alchemy, LLC and Anderson Digital, LLC, Plaintiff,  v.  ANDERSON MEDIA CORPORATION, ANCONNECT, LLC, AND ANDERSON MANAGEMENT SERVICES, INC.,  Defendants.	Bankr. Adv. Pro. No. 21-51420-JTD
GEORGE L. MILLER, in his capacity as Chapter 7 Trustee for the jointly administered bankruptcy estates of Our Alchemy, LLC and Anderson Digital, LLC, Appellant, v.  ANDERSON MEDIA CORPORATION, ANCONNECT, LLC, AND ANDERSON MANAGEMENT SERVICES, INC. Appellees.	Bankruptcy Appeal  Civil Action No. 24-cv-00243-CFC

**APPELLANT'S STATEMENT OF ISSUES ON APPEAL, DESIGNATION OF RECORD,  
AND CERTIFICATION REGARDING TRANSCRIPTS PURSUANT TO FEDERAL  
RULE OF BANKRUPTCY PROCEDURE 8009**

Pursuant to Rule 8009 of the Federal Rules of Bankruptcy Procedure, Appellant, George L. Miller, Chapter 7 Trustee for the jointly administered bankruptcy estates of Our Alchemy, LLC

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<sup>1</sup> The Debtors are: Our Alchemy, LLC, Case No. 16-11596 and Anderson Digital, LLC, Case No. 16-11597.

and Anderson Digital, LLC (“Plaintiff” or the “Trustee”) hereby designates the issues and record presented on appeal and files the following certificate regarding transcripts in connection with the appeal from the following order issued by the United States Bankruptcy Court for the District of Delaware in the above-captioned adversary proceeding: Memorandum Opinion and Order regarding Defendants’ Motion for Summary Judgment (Adv. D.I. 57), entered on February 13, 2024.

**I. Statement of Issues to be Presented on Appeal**

Appellant presents the following statement of issues to be considered on appeal.

1. Whether the Bankruptcy Court erred in ruling that statements made during a settlement discussion between the parties were admissible with respect to a statutory time bar?
2. Whether the Bankruptcy Court erred in ruling that Plaintiff’s claims were untimely under 6 Del. Code § 1309(1) and/or Tex. Bus. & Com. Code § 24.010(a)(1)?
3. Whether the Bankruptcy Court erred in applying the discovery rule by usurping the role of the factfinder to hold that the Trustee did not act with reasonable diligence in investigating his claims?
4. Whether the Bankruptcy Court erred by holding that misstatements made during a settlement meeting put the Trustee on affirmative notice of potential claims?

## **II. Designations of Items to be Included in the Record on Appeal**

Appellant submits the following designation of items to be included in the record on appeal, which includes all exhibits, appendices, and/or addenda:

<b>Docket Entries/Documents from Adv. Pro. No. 21-51420-JTD</b>			
<b>Item</b>	<b>Date Filed/ Entered</b>	<b>Adv. Dkt. No.</b>	<b>Document Description</b>
1.	12/29/2021	1	Complaint
2.	07/20/2022	28	Answer to Complaint
3.	06/20/2023	40	Defendants' Motion for Summary Judgment
4.	06/20/2023	41	Memorandum of Law in Support of Defendants' Motion for Summary Judgment
5.	06/21/2023	43-1	Deposition Transcript of Bill Homony
6.	06/21/2023	44-1	Deposition Transcript of Jay R. Maier
7.	06/21/2023	45-1	Deposition Transcript of George L. Miller
8.	07/31/2023	48	Plaintiff's Memorandum of Law in Opposition to Defendants' Motion for Summary Judgment
9.	07/31/2023	48-1	Declaration of Steven M. Coren in Support of Plaintiff's Opposition to Defendants' Motion for Summary Judgment
10.	07/31/2023	48-2	Excerpted pages from 3/11/16 Anderson Media Corporation Minutes of the Meeting of the Board of Directors
11.	07/31/2023	48-3	Anderson executive Bill Lardie notes dated May 2014
12.	07/31/2023	48-4	Anderson executive Bill Lardie notes dated 12/22/2014
13.	07/31/2023	48-5	7/28/15 email from ANConnect CFO/COO Chuck Taylor to Anderson executives Jay Maier and Bill Lardie
14.	07/31/2023	48-6	May 7, 2015 Asset Purchase Agreement
15.	07/31/2023	48-7	January 8, 2016 email from Alchemy employee Ryan Meyering to Alchemy employees Rex Bowring and George De La Cruz, listing "Actual Cash Payments" to ANConnect in connection with the APA totaling \$29.9 million
16.	07/31/2023	48-8	May 28, 2014 email from ANConnect CFO/COO Chuck Taylor to, inter alia, Anderson Finance VP Dan Hetrick
17.	07/31/2023	48-9	February 17, 2016 Complaint filed by ANConnect and Anderson Merchandisers in the Superior Court of Delaware (exhibits thereto omitted)
18.	07/31/2023	48-10	July 9, 2015 Transition Services Agreement between ANConnect and Alchemy
19.	07/31/2023	48-11	Alchemy's Answer with Affirmative Defenses and Counterclaims filed on April 11, 2016 in the Superior Court of Delaware

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<b>Item</b>	<b>Date Filed/ Entered</b>	<b>Adv. Dkt. No.</b>	<b>Document Description</b>
20.	07/31/2023	48-12	ANConnect's Answer and Affirmative Defenses to Alchemy's Counterclaims filed on May 11, 2016 in the Superior Court of Delaware
21.	07/31/2023	48-13	Transcript of September 29, 2022 Deposition of Jay Maier as Rule 30(b)(6) designee of ANConnect and Anderson Merchandisers
22.	07/31/2023	48-14	August 5, 2016 email from ANConnect CFO/COO Chuck Taylor to, inter alia, Anderson executive Bill Lardie with attachment thereto
23.	07/31/2023	48-15	August 5, 2016 email from ANConnect CFO/COO Chuck Taylor to Anderson Director of Internal Audit Boris Popov with attachment thereto
24.	07/31/2023	48-16	ANConnect consolidated income statement as of September 30, 2016
25.	07/31/2023	48-17	September 28, 2016 email from Anderson Director of Internal Audit Boris Popov to Anderson Media CFO Jay Maier
26.	07/31/2023	48-18	December 13, 2016 email from ANConnect CFO/COO Chuck Taylor to, inter alia, Anderson Media CFO Jay Maier
27.	07/31/2023	48-19	Except from ANConnect Independent Auditor's Report as of October 3, 2014
28.	07/31/2023	48-20	Excerpt from January 30, 2015 ANConnect compliance certificate
29.	07/31/2023	48-21	Excerpt from May 29, 2015 ANConnect compliance certificate
30.	07/31/2023	48-22	December 8, 2016 email from ANConnect CFO/COO Chuck Taylor to, inter alia, Anderson Media CFO Jay Maier
31.	07/31/2023	48-23, 48-24	Transcript of April 20, 2023 deposition of George Miller
32.	07/31/2023	48-25, 48-26	Transcript of April 20, 2023 deposition of William Homony
33.	07/31/2023	48-27	March 25, 2021 letter from Anderson attorney David Wender
34.	07/31/2023	48-28	Defendants' March 9, 2023 Responses and Objections to the Trustee's Omnibus First Set of Interrogatories and Second Set of Requests for Production of Documents
35.	07/31/2023	48-29	June 22, 2016 email from Anderson Media CFO Jay Maier to ANConnect and Anderson Merchandisers personnel
36.	07/31/2023	48-30	Anderson Management Services, Inc.'s Answer to Complaint in <i>American Media, Inc., et al. v. Anderson Management Services, Inc., et al.</i> , Bankr. D. Del. Adv. No. 11-53811

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<b>Item</b>	<b>Date Filed/ Entered</b>	<b>Adv. Dkt. No.</b>	<b>Document Description</b>
37.	08/31/2023	49	Defendants' Reply to Plaintiff's Memorandum of Law in Opposition to Defendants' Motion for Summary Judgment
38.	02/13/2024	57	Memorandum Opinion and Order regarding Defendants' Motion for Summary Judgment

<b>Docket Entries/Documents from Adv. Pro. No. 18-50633-JTD</b>			
<b>Item</b>	<b>Date Filed/ Entered</b>	<b>Adv. Doc. No.</b>	<b>Description</b>
39.	06/29/2018	1	Complaint
40.	09/16/2019	84	Memorandum Opinion, denying in part and granting in part ANConnect's motion to dismiss
41.	09/25/2020	151	Plaintiff's Memorandum in Support of His Request to Allow Discovery Pursuant to Federal Rule of Civil Procedure 56(d)
42.	09/25/2020	151-1	Declaration of Steven M. Coren in Support of Plaintiff's Request to Allow Discovery Pursuant to Federal Rule of Civil Procedure 56(d)
43.	09/25/2020	151-14	January 16, 2020 email from Andrew Belli to Defendants' Counsel
44.	09/25/2020	151-15	Anderson Defendants' Initial Disclosures
45.	09/25/2020	151-18	February 25, 2020 email from David Wender to Trustee's Counsel
46.	09/25/2020	151-19	February 28, 2020 email from Andrew Belli to Defendants' Counsel
47.	09/25/2020	151-20	April 3, 2020 email from Andrew Belli to Defendants' Counsel
48.	09/25/2020	151-21	April 7, 2020 email from David Wender to Trustee's Counsel
49.	09/25/2020	151-22	April 29, 2020 email from David Wender to Trustee's Counsel
50.	05/12/2022	241	Opinion and Order, denying ANConnect's premature summary judgment motion
51.	02/15/2024	333	Transcript regarding Hearing Held 01/16/24 RE: Combined Oral Argument

**CERTIFICATE REGARDING TRANSCRIPTS**

Pursuant to Rule 8009(b)(1)(A) of the Federal Rules of Bankruptcy Procedure, Appellant hereby files this certificate stating that the transcript of oral argument held on January 16, 2024 has been ordered in writing from the reporter and is included in this designation of record.

Date: March 7, 2024  
Wilmington, Delaware

Respectfully submitted,

/s/ John T. Carroll, III  
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